

EXHIBIT 1

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----x
KATHRYN TOWNSEND GRIFFIN, ET AL.,

Plaintiffs,
-against-
EDWARD CHRISTOPHER SHEERAN, ET AL.,

Defendants.
CASE NO: 1:17-CV-05221-RJS/GRIFFIN

-----x
7 Times Square
New York, New York

February 1, 2018
9:59 a.m.

Videotaped Deposition of the
Defendant EDWARD CHRISTOPHER SHEERAN,
pursuant to Notice, before CINDY A. AFANADOR,
a Notary Public of the State of New York.

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1 Edward Christopher Sheeran

2 Q. How did you come to the
3 conclusion that the song had sounds -- similar
4 sounds to what you and Amy had written
5 together earlier?

6 MS. FARKAS: Yeah, objection.

7 A. I just knew, 'cause it was a song
8 that we had written and I recognized the vocal
9 melody and as soon as I recognized it, I got
10 in touch with her and we sourced it out.

11 Q. Okay.

12 What were the circumstances that
13 brought you and Ms. Wadge together when you
14 were writing "Thinking Out Loud"; did you get
15 together to write songs or were you getting
16 together as friends?

17 A. Both, I guess. Yeah, we are
18 friends.

19 Q. And where was that?

20 A. In my house in Suffolk.

21 Q. Do you recall when you began
22 recording the songs for "x"?

23 MS. VIKER: Did I get it right?

24 A. No.

25 Q. Do you have any recollection if

1 Edward Christopher Sheeran
2 it was before you and Amy Wadge got together
3 at the house in Suffolk in February of 2014?

4 A. It would have been, yeah. I
5 would have been making the album for about a
6 year, I imagine.

7 Q. A year before its release or a
8 year before you and Amy got together?

9 A. Well, when I finished "+", I
10 would have started "x", but I don't know when.

11 Q. Okay.

12 A. So...

13 Q. Do you recall what prompted or
14 initiated that writing session that led to
15 "Thinking Out Loud"?

16 A. Yeah, we'd come to write -- she
17 needed to write one more song to get out of
18 her deal. So she said come and write a song,
19 and we started to write a song for an artist
20 called Martin Garrix, which is a song called
21 "Rewind Repeat It", which you can find online,
22 and that was gonna get her out of her deal,
23 basically.

24 Q. Okay.

25 A. 'Cause deals work in songs, so

1 Edward Christopher Sheeran
2 she had like 15 songs to commit to and she'd
3 done 14, so she just needed one more.

4 Q. She just needed that one last
5 song?

6 A. Pretty much.

7 Q. Okay.

8 Well, there is sort of folklore
9 that's kind of been built up, if you will, in
10 around "Thinking Out Loud", and the story that
11 seems to be told, that you were in a shower
12 and you heard her playing a riff?

13 A. Yeah.

14 Q. And got inspired; is that true?

15 A. Very true.

16 MS. FARKAS: Objection,
17 mischaracterized "riffs."

18 A. Yeah, we were going out for
19 dinner that night and we'd just finished
20 writing that song and we were going to have a
21 little celebration about doing the song.

22 Q. Finishing song 15?

23 A. Yeah, finishing the song and
24 doing what we set out to do. I went upstairs
25 to have a shower to go out to dinner and as I

1 Edward Christopher Sheeran
2 walked out the shower, I heard a chord
3 sequence. And then we went for dinner and
4 when we came back, we finished it.

5 Q. Do you recall what that chord --
6 what that was that you heard, that riff, that
7 chord?

8 MS. FARKAS: Objection.

9 A. It's four chords that get used in
10 a lot of songs.

11 Q. Okay.

12 And was that riff that she was
13 playing part of the final recorded version of
14 "Thinking Out Loud"?

15 A. No.

16 MS. FARKAS: Objection.

17 You keep using the word "riff."
18 He's never said the word "riff" so I'm
19 going to have to object.

20 MS. VIKER: Okay.

21 MR. FRANK: Chord progression.

22 Q. Was it the same chord progression
23 that you heard that made it into the final
24 version of "Thinking Out Loud"?

25 MS. FARKAS: Objection.

1 Edward Christopher Sheeran

2 A. Might not have been the same key,
3 but it was the same four chords, yes.

4 Q. And then you went to dinner?

5 A. Yep.

6 Q. Came back. Tell me what happened
7 next, please.

8 A. So my -- this is quite personal,
9 but my grandmother has -- she had -- well, she
10 passed away now, but she had really bad legs
11 and couldn't really walk anymore. So that was
12 the first line that came to me, "When your
13 legs don't work like they used to before and I
14 can't sweep you off of your feet," and Amy had
15 grandparents, I had grandparents, I was in a
16 relationship at the time, Amy was married, we
17 drew from experiences that we had in life
18 knowing about love.

19 Q. That's very sweet.

20 A. Thank you.

21 Q. Do you recall what the specific
22 chord progression was?

23 A. It's four chords that get like --
24 part music is essentially four chords, so it's
25 the four chords that I would use in every song

1 Edward Christopher Sheeran

2 I write, yeah.

3 Q. Is that the part -- isn't that
4 the part that's used in the verses of the song
5 "Thinking Out Loud"?

6 A. Yeah. So for me, a chord
7 sequence that goes through the whole song can
8 get a bit boring, so I changed it when it --
9 it got to the prechorus to an E minor, to an A
10 seventh, to the D to -- yeah, it's changed.

11 Q. Okay.

12 Do you know what "a hook" is
13 within the context of pop music?

14 MS. FARKAS: Objection.

15 A. Could be anything.

16 Q. Okay.

17 How would you define "a hook" in
18 your words?

19 A. I don't know.

20 Q. Well, let me ask you this: Have
21 you heard the term "hook" before?

22 A. Yes.

23 Q. Okay.

24 And as a singer and a songwriter,
25 would you say that part of when you are